UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY Caption in Compliance with D.N.J. LBR 9004-1

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Counsel to the Debtor and Debtor-in-Possession

In re:

HOLLISTER CONSTRUCTION SERVICES, LLC,1

Debtor.

Chapter 11

Case No. 19-27439 (MBK)

Order Filed on October 21, 2019 by Clerk

U.S. Bankruptcy Court

District of New Jersey

ORDER AUTHORIZING THE DEBTOR TO EMPLOY AND COMPENSATE PROFESSIONALS UTILIZED IN THE ORDINARY COURSE OF BUSINESS

The relief set forth on the following pages, numbered two (2) through and including five (5), is hereby **ORDERED**.

DATED: October 21, 2019

Honorable Michael B. Kaplan United States Bankruptcy Judge

37322/2 10/21/2019 205060558.2

¹ The Debtor in this chapter 11 case and the last four digits of its taxpayer identification number is: Hollister Construction Services, LLC (5404).

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Debtor: Hollister Construction Services, LLC

Case No.: 19-27439 (MBK)

Caption: Order Authorizing the Debtor to Employ and Compensate Professionals Utilized in

the Ordinary Course of Business

Upon consideration of the motion (the "Motion")² of the above-captioned debtor and debtor-in-possession (collectively, the "Debtor") for entry of an order authorizing the Debtor to employ and compensate professionals utilized in the ordinary course of business; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Standing Order of Reference to the Bankruptcy Court Under Title 11* of the United States District Court for the District of New Jersey as amended on September 18, 2012; and venue being proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and notice of the Motion being sufficient under the circumstances; and it appearing that no other or further notice need be provided; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtor, its estate and creditors; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

- 1. The Motion is **GRANTED** as set forth herein.
- 2. The Debtor is authorized to employ the Ordinary Course Professionals listed on Exhibit A to the Motion and/or any additional Ordinary Course Professionals to the extent deemed necessary or appropriate by the Debtor, in the ordinary course of business, effective as of the earlier of (i) the Petition Date and (ii) the date of commencement of the work provided to the Debtor by each respective Ordinary Course Professional if such retention is approved in accordance with the following procedures:
 - (a) Within thirty (30) days of the later of the entry of an order granting this Motion or the engagement of such professional by the Debtor, each Ordinary Course Professional, including those listed on Exhibit A to the Motion, will (i) file with the Court (a) a declaration substantially in the form annexed to the Motion as Exhibit B, certifying that such professional does not represent or hold any interest adverse to the Debtor or its estate with respect to the matter or matters on which

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

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such professional is to be employed, and (b) a completed retention questionnaire substantially in the form annexed to the Motion as Exhibit C, which, among other things, will detail the type of services to be provided and the compensation to be paid for such services, and (ii) serve the foregoing declaration and retention questionnaire upon (a) the Office of the United States Trustee for the District of Jersev (the "U.S. Trustee"), attention: Lauren Bielskie, (lauren.bielskie@usdoj.gov); (b) counsel to the statutory committee appointed in this Chapter 11 Case, McManimon, Scotland & Baumann, LLC, 75 Livingston Avenue, Suite 201, Roseland, NJ 07068, attention: Sam Della Fera, Jr., Esq.; (c) counsel for PNC Bank, the Debtor's secured lender, Duane Morris LP, 30 South 17th Street, Philadelphia, PA 19103-4196, attention: James J. Holman, Esq. (jiholman@duanemorris.com); and (d) those parties who have filed a notice of appearance and request for service of pleadings in the Chapter 11 Cases pursuant to Bankruptcy Rule 2002 (collectively, the "Retention Notice Parties").

- (b) The Retention Notice Parties shall have ten (10) days after service of each declaration and questionnaire to object to the retention of the applicable Ordinary Course Professional (the "Retention Objection Deadline"), and any such objection shall be filed with the Court and served upon the Debtor, the relevant Ordinary Course Professional, and the Retention Notice Parties. If no objection is filed prior to the Retention Objection Deadline, the employment and retention of the Ordinary Course Professional shall be deemed approved without further order of this Court. If an objection is filed by the Retention Objection Deadline and such objection cannot be resolved within twenty (20) days, the Debtor shall schedule the matter for a hearing before the Court and the Debtor and/or the relevant Ordinary Course Professional shall have the right to file a reply with respect to any objection prior to the scheduled hearing.
- 3. The Debtor is authorized to pay each Ordinary Course Professional 100% of the fees requested, up to \$30,000 per month on average over a rolling three (3) month period, for each Ordinary Course Professional, excluding costs and disbursements, provided that, except as provided in paragraph 4 below, the Debtor shall not pay any individual Ordinary Course Professional in excess of \$100,000 (excluding costs and disbursements) during the course of this Chapter 11 Case (the "Ordinary Course Professional Fee Cap"), in accordance with the following procedures:
 - (a) Each Ordinary Course Professional must submit <u>by e-mail</u> reasonably detailed monthly invoices (each, an "<u>Invoice</u>") detailing the nature of the services rendered

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and expenses incurred in accordance with such professional's standard billing practices to: (i) the Debtor, Attn.: Brendan Murray (bmurray@hollistercs.com) and Paul Belair (paul@10xceocoaching.com); and (ii) counsel to the Debtor, Sandler LLP, Lowenstein Attn.: Bruce Buechler, Esq. (bbuechler@lowenstein.com) and Mary Seymour, Esq. (mseymour@lowenstein.com) (collectively, the "Debtor Notice Parties"). soon as reasonably practicable after receipt of an Invoice, the Debtor shall provide a copy of such Invoice by e-mail to: (i) counsel for PNC Bank, the Debtor's secured lender, Duane Morris LP, 30 South 17th Street, Philadelphia, PA 19103-4196, attention: James J. Holman, Esq. (jjholman@duanemorris.com) (ii) counsel to the statutory committee appointed in this Chapter 11 Case, McManimon, Scotland & Baumann, LLC, 75 Livingston Avenue, Suite 201, Roseland, NJ 07068, attention: Sam Della Fera, Jr., Esq. (sdellafera@msbnj.com); and (iii) the U.S. Trustee, attention: Lauren Bielskie, Esq. (lauren.bielskie@usdoj.gov) (collectively with the Debtor Notice Parties, the "Payment Notice Parties").

- (b) An Ordinary Course Professional shall not be paid pursuant to this Order until each of the Payment Notice Parties has had fourteen (14) days from the receipt of an Invoice to object to the fees and/or expenses contained therein, and any such objection shall be filed with the Court and served upon the relevant Ordinary Course Professional, and the Payment Notice Parties.
- (c) If no timely objection is filed with the Court, the Debtor may pay the relevant fees and/or expenses without further order of this Court. In the event that a timely filed objection cannot be resolved within fourteen (14) days of its filing, this Court, upon request of the Debtor, shall schedule a hearing to consider and resolve such dispute.
- 4. In the event that an Ordinary Course Professional's fees exceed \$30,000 per month on average over a rolling three (3) month period or the Ordinary Course Professional Fee Cap, then such Ordinary Course Professional can file a fee application with this Court for approval of such fees and expenses in accordance with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, and any applicable Local Bankruptcy Rules.
- 5. The Debtor's rights to dispute any Invoices submitted by an Ordinary Course Professional shall not be affected or prejudiced in any manner by the terms of this Order.

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6. The Debtor may employ and compensate additional Ordinary Course Professionals not listed on Exhibit A attached to the Motion if approved in accordance with the procedures outlined in paragraphs 2 and 3 of this Order.

- 7. This Order shall not apply to any professional retained by the Debtor pursuant to a separate order of the Court.
- 8. The requirement set forth in Local Rule 9013-1(a)(3) that any motion be accompanied by a memorandum of law is hereby deemed satisfied by the contents of the Motion or is otherwise waived.
 - 9. This Order shall be effective immediately upon its entry.
- 10. This Court shall retain exclusive jurisdiction to hear and decide any and all disputes related to or arising from the implementation, interpretation or enforcement of this Order.
- 11. Nothing in this Order shall: (a) alter, impede, impair, amend, modify, waive or impact (i) the terms and/or conditions of any of the PNC Credit Documents or any of PNC's or the Debtor's rights, obligations and/or claims thereunder, or (ii) the Reservation of Rights contained in the Limited Objection filed by PNC at Docket Number 302 in response to the Motion; and (b) be deemed or construed as a determination regarding the use of PNC's cash collateral to pay any subsequently allowed fees and expenses.

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In re: Hollister Construction Services, LLC Debtor

Case No. 19-27439-MBK Chapter 11

CERTIFICATE OF NOTICE

District/off: 0312-3 User: admin Page 1 of 3 Date Rcvd: Oct 21, 2019 Form ID: pdf903 Total Noticed: 1

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Oct 23, 2019.

db +Hollister Construction Services, LLC, 339 Jefferson Road, Parsippany, NJ 07054-3707

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center. NONE. TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE. TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Oct 23, 2019 Signature: /s/Joseph Speetjens

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on October 21, 2019 at the address(es) listed below:

640 Columbia Owner LLC rogove@blankrome.com Adrienne C Rogove on behalf of Creditor Alan J. Brody on behalf of Creditor EWA Moonachie 77, LLC brodya@gtlaw.com, NJLitDock@gtlaw.com

Albert A. Ciardi, III on behalf of Interested Party Pentel Drywall, Inc.

aciardi@ciardilaw.com,

sfrizlen@ciardilaw.com;dtorres@ciardilaw.com;jcranston@ciardilaw.com;aaecf-pa@ciardilaw.com Albert A. Ciardi, III on behalf of Interested Party Delcon Builders, Inc.

aciardi@ciardilaw.com, sfrizlen@ciardilaw.com;dtorres@ciardilaw.com;jcranston@ciardilaw.com;aaecf-pa@ciardilaw.com

Alex A Pisarevsky on behalf of Creditor Pereira Electrical Contracting, Inc. ap@njlawfirm.com Allen J Barkin on behalf of Creditor Drobach Equipment Rental Co. abarkin@sbmesq.com, ${\tt sandyr@sbmesq.com}$

Andrea Dobin on behalf of Creditor Committee Official Committee of Unsecured Creditors adobin@msbnj.com

Andrew J. Kelly on behalf of Creditor Schnell Contracting Systems, LLC akelly@kbtlaw.com, wsheridan@kbtlaw.com;cyaccarinoesq@me.com;saudino@kbtlaw.com;mgifford@kbtlaw.com;kgaldieri@kbtlaw .com; tgraga@kbtlaw.com

Andrew R. Macklin on behalf of Creditor Pereira Electrical Contracting, Inc. arm@njlawfirm.com Angelo Anthony Stio, III on behalf of Interested Party 10 Minerva Place, L.P. and 10 Minerva Place Housing Development Fund Corporation stioa@pepperlaw.com

Angelo Anthony Stio, III on behalf of Interested Party 5 Bay Street Phase 1 LLC, 5 Bay Street Phase 1 Sponsor Member Inc. and 5 Bay Street Phase 3 LLC stioa@pepperlaw.com

Anthony Sodono, III on behalf of Creditor Committee Official Committee of Unsecured Creditors asodono@msbnj.com

Anthony M. Rainone on behalf of Creditor Industrial Maintenance Industries

arainone@bracheichler.com, cbudris@bracheichler.com;palonso@bracheichler.com

Arielle Adler on behalf of Debtor Hollister Construction Services, LLC aadler@lowenstein.com, elawler@lowenstein.com; jkimble@lowenstein.com

Benjamin A. Stanziale, Jr. on behalf of Creditor Life Town Inc. ben@stanzialelaw.com
Brett Berman on behalf of Creditor Joffe Lumber & Supply Co., Inc. bberman@foxrothschild.com
Brian Gregory Hannon on behalf of Creditor Imperial Floors, LLC bhannon@norgaardfirm.com,

sferreira@norgaardfirm.com;184grandno@gmail.com;kcimmino@norgaardfirm.com

Brian R Tipton on behalf of Creditor State Line Construction Company, Inc.

btipton@fpsflawfirm.com

Bryce Wallace Newell on behalf of Creditor LEG Acquisition LLC bnewell@rosenbergestis.com Carl J. Soranno on behalf of Creditor Air Group, LLC csoranno@bracheichler.com, dfamula@bracheichler.com; jpmartin@bracheichler.com

Charles R Cohen on behalf of Creditor Pereira Electrical Contracting, Inc. crc@njlawfirm.com Christopher M. Santomassimo on behalf of Creditor Dancker csantomassimo@ndslaw.com Daniel Stolz on behalf of Creditor 147 Bloomfield Ave J.V. LLC dstolz@wjslaw.com, on behalf of Creditor Dancker csantomassimo@ndslaw.com

dstolz@ecf.inforuptcy.com;msousa@wjslaw.com;btorres@ecf.inforuptcy.com

District/off: 0312-3 User: admin Page 2 of 3 Date Royd: Oct 21, 2019 Total Noticed: 1 Form ID: pdf903 The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued) Danielle Cohen on behalf of Creditor Orion Interiors, Inc. dcohen@tessercohen.com, ddelucia@tessercohen.com Danielle Cohen on behalf of Creditor Global Development Contractors, LLC dcohen@tessercohen.com, ddelucia@tessercohen.com Danielle Cohen on behalf of Creditor National Fireproofing & Insulation Co., Inc. dcohen@tessercohen.com, ddelucia@tessercohen.com Danielle Cohen on behalf of Creditor Herc Rentals, Inc. dcohen@tessercohen.com, ddelucia@tessercohen.com Danielle Cohen on behalf of Creditor MDS Construction dcohen@tessercohen.com, ddelucia@tessercohen.com Danielle Cohen on behalf of Creditor Samph Contracting, LLC dcohen@tessercohen.com, ddelucia@tessercohen.com David E. Sklar on behalf of Creditor Atlantic Engineering Laboratories of NY, Inc. dsklar@scuramealey.com, ecfbkfilings@scuramealey.com;mmack@scura.com;lrichard@scura.com;lleon@scura.com David E. Sklar on behalf of Creditor All Brands Elevator Industries, Inc. dsklar@scuramealey.com, $\verb| ecfbkfilings@scuramealey.com; mmack@scura.com; lrichard@scura.com; lleon@scura.com| | leon@scura.com| | leon@scura.$ David H. Stein on behalf of Creditor CTC Academy dstein@wilentz.com, ciarkowski@wilentz.com on behalf of Creditor David L. Bruck Nomad Framing, LLC bankruptcy@greenbaumlaw.com Donna L. Thompson on behalf of Creditor Prendimano Electrical Maintenance Co. t/a PEMCO donna.thompson@dlthompsonlaw.com, dlthompsonlaw@aol.com Edmund Campbell on behalf of Creditor Glass Systems Tech, LLC aweisenberger@campbellroccolaw.com Felice R. Yudkin on behalf of Interested Party Newkirk Realty LLC fyudkin@coleschotz.com, fpisano@coleschotz.com Grant Cornehls on behalf of Creditor Nickerson Corporation gcornehls@wbny.com, lschindler@wbny.com Greg Trif on behalf of Creditor Sparwick Contracting, Inc. gtrif@triflaw.com, gtrif@triflaw.com Greg Trif on behalf of Creditor KR Masonry LLC gtrif@triflaw.com, gtrif@triflaw.com Greg Trif on behalf of Creditor Jordano Electric Inc. gtrif@triflaw.com. gtrif@trif on behalf of Creditor Jordano Electric Inc. gtrif@triflaw.com, gtrif@triflaw.com Ilana Volkov on behalf of Creditor Kone Inc. ivolkov@mcgrailbensinger.com, fpisano@coleschotz.com;ssallie@coleschotz.com Jacob Frumkin on behalf of Interested Party Grand Mauier Development, LLC ifrumkin@coleschotz.com James C. Dezao, III on behalf of Creditor Antonio Zarfino gerald@dezaolaw.com James C. Dezao, III on behalf of Creditor Mayer Weberman gerald@dezaolaw.com Jason C Manfrey on behalf of Creditor Joffe Lumber & Supply Co., Inc. jmanfrey@foxrothschild.com, jdistanislao@foxrothschild.com;rsolomon@foxrothschild.com;brian-oneill-fox-5537@ecf.pacerpro.com on behalf of Interested Party Kieran Flanagan jlubetkin@rltlawfirm.com, Jay L. Lubetkin rgaydos@rltlawfirm.com Jay L. Lubetkin on behalf of Interested Party Christopher Johnson jlubetkin@rltlawfirm.com, rgaydos@rltlawfirm.com Jeffrey J. Rea on behalf of Creditor City Contracting, Inc. jeffrea@aol.com

Jeffrey J. Rea on behalf of Creditor Lienor City Contracting, Inc. jeffrea@aol.com

Jeffrey W. Herrmann on behalf of Creditor Pereira Electrical Contracting, Inc. jwh@njlawfirm.com, ap@njlawfirm.com;md@njlawfirm.com;r57289@notify.bestcase.com John O'Boyle on behalf of Creditor Imperial Floors, LLC joboyle@norgaardfirm.com, sferreira@norgaardfirm.com;184grandno@gmail.com;kcimmino@norgaardfirm.com Josef W. Mintz on behalf of Creditor 640 Columbia Owner LLC mintz@blankrome.com, ecf-fe4957a0ba6a@ecf.pacerpro.com Joseph H. Lemkin on behalf of Creditor Joseph L. Schwartz on behalf of Creditor Joseph L. Schwartz on behalf of Creditor Newark Warehouse Urban Renewal, LLC jschwartz@riker.com Joseph L. Schwartz on behalf of Creditor Edison Construction Management jschwar Joseph L. Schwartz on behalf of Creditor Newark Warehouse Redevelopment Company Edison Construction Management jschwartz@riker.com jschwartz@riker.com Joshua A. Zielinski on behalf of Creditor DeSesa Engineering Company, Inc. jzielinski@oslaw.com, clupi@mdmc-law.com Joshua H. Raymond on behalf of Creditor Committee Official Committee of Unsecured Creditors jraymond@msbnj.com Karen M Murray on behalf of Interested Party P3 Metals, LLC kmurray@murraynjlaw.com, kdilks@cvmlawoffices.com Karen M Murray on behalf of Interested Party P. Tamburri Steel kmurray@murraynjlaw.com, kdilks@cvmlawoffices.com Kenneth A. Rosen on behalf of Plaintiff Hollister Construction Services, LLC krosen@lowenstein.com, dclaussen@lowenstein.com Kenneth A. Rosen on behalf of Debtor Hollister Construction Services, LLC krosen@lowenstein.com, dclaussen@lowenstein.com Larry L. Miller on behalf of Creditor L&W Supply Corporation llmlaw@outlook.com Lauren Bielskie on behalf of U.S. Trustee U.S. Trustee lauren.bielskie@usdoj.gov

Laurence D. Pittinsky on behalf of Attorney Boyd Mechanical, LLC larry@rpllplaw.com
Marc D. Miceli on behalf of Interested Party R. Cipollini, Inc. t/a Cipollini Roofing

mmiceli@sm-lawpc.com, lindsay@sm-lawpc.com

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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued) Marquerite Schaffer on behalf of Creditor c/o Marquerite M. Unique Scaffolding Systems, LLC mschaffer@shainlaw.com Mark E. Felger on behalf of Interested Party Ricoh USA, Inc. mfelger@cozen.com, sshidner@cozen.com Martin P. Skolnick on behalf of Creditor Archmills LLC d/b/a ArchMills Doors and Hardware mskolnick@gmail.com Martin P. Skolnick on behalf of Creditor Stateline Fabricators, LLC mskolnick@gmail.com Meredith I. Friedman on behalf of Creditor CTC Academy mfriedman@wilentz.com, ciarkowski@wilentz.com Michael Kahme on behalf of Creditor Accordia Harrison Urban Renewal, LLC mkahme@hillwallack.com, fmansmann@hillwallack.com Michael Stafford on behalf of Creditor Anvil Craft Corp. mjstafford@nordlaw.legal, norddemaio@aol.com;adamnorddemaio@aol.com Michael D. Sirota on behalf of Interested Party Newkirk Realty LLC msirota@coleschotz.com, fpisano@coleschotz.com Michael J. Shavel on behalf of Creditor Accordia Harrison Urban Renewal, LLC mshavel@hillwallack.com Michael R. Herz on behalf of Creditor Troon Electric of New Jersey LLC mherz@foxrothschild.com, cbrown@foxrothschild.com Mitchell Malzberg on behalf of Creditor Vector Structural Preservation Corp. mmalzberg@mjmalzberglaw.com, dlapham@mjmalzberglaw.com Nicole M. Nigrelli on behalf of Interested Party Delcon Builders, Inc. nnigrelli@ciardilaw.com, sfrizlen@ciardilaw.com;dtorres@ciardilaw.com Nicole M. Nigrelli on behalf of Interested Party Pentel Drywall, Inc. nnigrelli@ciardilaw.com, sfrizlen@ciardilaw.com;dtorres@ciardilaw.com Pearl Shah on behalf of Creditor Kone Inc. pshah@mcgrailbensinger.com
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Steven B Smith on behalf of Interested Party CS Utica & Remsen LLC ssmith@herrick.com
Stuart M. Brown on behalf of Interested Party Waypoint Hackensack Urban Renewal Owner LLC stuart-brown-7332@ecf.pacerpro.com stuart.brown@dlapiper.com, Sydney J. Darling on behalf of Interested Party Fairleigh Dickinson University sdarling@walsh.law, mvargas@walsh.law Sydney J. Darling on behalf of Creditor Schindler Elevator Corporation sdarling@walsh.law, mvargas@walsh.law Tara J. Schellhorn on behalf of Creditor Newark Warehouse Redevelopment Company tschellhorn@riker.com Tara J. Schellhorn on behalf of Creditor Newark Warehouse Urban Renewal, LLC tschellhorn@riker.com U.S. Trustee USTPRegion03.NE.ECF@usdoj.gov William G. Wright on behalf of Creditor Graybar Electric Company, Inc. wwright@capehart.com, jlafferty@capehart.com

Yale A. Leber on behalf of Interested Party RH 537 Building Owner LLC yale.leber@rivkin.com

TOTAL: 105